

P960000093376

Cox & Davito
Attorneys & Counselors at Law
A Partnership of Professional Associations

Benjamin J. Cox, P.A.
Nancy A. Davito, P.A.

Post Office Box 490087
1330 West Citizens Boulevard
Suite 701
Leesburg, Florida 34749-0087

Telephone (352) 365-0100
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November 6, 1996

Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

RE: ELLEN'S FLOWERS AND GIFTS, INC.

800002000548--6
-11/08/96--01075--008
****122.50 ****122.50

Gentlemen:

Please find enclosed executed "Articles of Corporation" for the above-captioned corporation for filing. I have enclosed my firm's check in the amount of \$122.50 to cover the costs as follows:

Filing Fees	\$ 35.00
Certified Copy	52.50
Reg. Agent/Des	35.00

Please return a Certified Copy of the Articles of Incorporation to the above address.

Please feel free to call collect if you have any questions.

Sincerely,

NANCY A. DAVITO

NAD/tfw
Enclosure

FILED
96 NOV -8 11 0:37
TALLAHASSEE, FLORIDA

22 NOV 14 1996

ARTICLES OF INCORPORATION
OF
ELLEN'S FLOWERS AND GIFTS, INC.

FILED
96 NOV -8 AM 8:37
CLERK OF THE COURT
STATE OF FLORIDA

The undersigned incorporator hereby associate himself to form a corporation under Chapter 607, Florida Statutes.

ARTICLE I - NAME

The name of the corporation is ELLEN'S FLOWERS AND GIFTS, INC., and its principal place of business is 27405 U.S. Highway 27, Suite 115, Leesburg, Florida 34748.

ARTICLE II - GENERAL PURPOSE

The general purpose or purposes for which the corporation is organized is the transaction of any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes.

ARTICLE III - CAPITAL STOCK

The aggregate number of shares of stock which the corporation shall have authority to issue is 7,500 shares of common stock having a par value of \$1.00 per share.

ARTICLE IV - TERM OF EXISTENCE

This corporation shall begin its existence on the day these Articles of Incorporation are filed by the Secretary of State of the State of Florida, and shall exist perpetually.

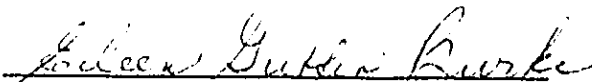
ARTICLE V
ADDRESS OF INITIAL REGISTERED OFFICE AND
NAME OF INITIAL REGISTERED AGENT

The initial registered office of this corporation and the name of its initial registered agent at such address is:

EILEEN GRIFFIN-BURKE, 5421 Tangelo Street, Leesburg, Florida 34748

ACKNOWLEDGMENT:

Having been made to accept service of process for the above-stated corporation at the place designated in these Articles of Incorporation, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.


EILEEN GRIFFIN-BURKE, Resident Agent

Pursuant to the provisions of Section 607.111(1), Florida Statutes, the business of the corporation shall be managed by the Shareholders of the corporation rather than by a Board of Directors.

ARTICLES VII - OFFICERS

The name and post office addresses of the officers of the corporation are:

PRESIDENT:	EILEEN GRIFFIN-BURKE 5421 Tangelo Street Leesburg, Florida 34748
VICE-PRESIDENT:	MICHAEL J. BURKE 5421 Tangelo Street Leesburg, Florida 34748
SECRETARY:	MICHAEL J. BURKE 5421 Tangelo Street Leesburg, Florida 34748
TREASURER:	MICHAEL J. BURKE 5421 Tangelo Street Leesburg, Florida 34748

ARTICLE VIII - INCORPORATOR

The name and address of the incorporator is:

EILEEN GRIFFIN-BURKE
5421 Tangelo Street
Leesburg, Florida 3474

FILED
96 NOV -8 11 03 37
CLERK

ARTICLE IX - AMENDMENT

The Articles of Incorporation may be amended in the manner provided by law.

ARTICLE X - BYLAWS

The power to adopt, amend or repeal the Bylaws shall be reserved in the Shareholders of this corporation.

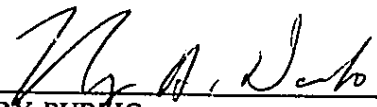
IN WITNESS WHEREOF, I have hereunto set my hand and seal this the 5 day of Nov, 1996.


EILEEN GRIFFIN-BURKE

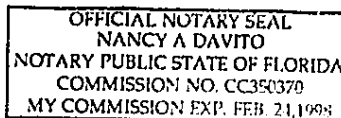
STATE OF FLORIDA
COUNTY OF LAKE

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County aforesaid to take acknowledgments, personally appeared EILEEN GRIFFIN-BURKE, to me, known to be the person described as the incorporator in and who executed the foregoing Articles of Incorporation, and she acknowledged before me that she executed the said Articles of Incorporation.

WITNESS my hand and official seal in the County and State last aforesaid this the 5th day of November 1996.


NOTARY PUBLIC
My Commission Expires:

h:\corp\burke



P960000 93376

1201 HAYS STREET
TALLAHASSEE, FL 32310-2007
04-222-0001
04-222-0003 FAX

80-22-0000



ACCOUNT NO. : 072100000032
REFERENCE : 180432 7119864
AUTHORIZATION :
COST LIMIT : \$ PPD

ORDER DATE : December 9, 1996

ORDER TIME : 11:02 AM

ORDER NO. : 180432-005

CUSTOMER NO: 7119864

200002028612--9
-12/09/96--01028--017
*****35.00 *****35.00

CUSTOMER: Nancy A. Davito, Esq
Cox & Davito
P.o. Box 490087

Leesburg, FL 34749

DOMESTIC AMENDMENT FILING

NAME: ELLEN'S FLOWERS AND
GIFTS, INC.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Susana Romagosa

EXAMINER'S INITIALS:

Name change

FILED
96 DEC -9 PM 4:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
96 DEC -9 PM 4:22
OFFICE OF THE SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

December 9, 1996

CSC NETWORKS
SUSANA ROMAGOSA
TALLAHASSEE, FL

SUBJECT: ELLEN'S FLOWERS AND GIFTS, INC.
Ref. Number: P96000093376

RESUBMIT

Please give original
submission date as file date.

We have received your document for ELLEN'S FLOWERS AND GIFTS, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Amendments are filed in compliance with section 607.1006, Florida Statutes.

If an amendment was approved by the shareholders, the date of adoption of the amendment and one of the following statements must be contained in the document:

(1) A statement that the number of votes cast for the amendment by the shareholders was sufficient for approval.

(2) If more than one voting group was entitled to vote on the amendment, a statement designating each voting group entitled to vote separately on the amendment and a statement that the number of votes cast for the amendment by the shareholders in each voting group was sufficient for approval by that voting group.

The document must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers.

***** OR *****

If an amendment was adopted by the incorporators or board of directors without shareholder action, a statement to that effect and that shareholder action was not required must be contained in the document.

The amendment must be signed by an incorporator if adopted by the incorporators or by a director if adopted by the directors.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6906.

RECEIVED
DEC 12 1996
OFFICE OF SECRETARY OF STATE

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
ELLEN'S FLOWERS AND GIFTS, INC.

FILED
96 DEC -9 PM 4:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.1006, Florida Statutes, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation.

FIRST: ARTICLE 1 - NAME is amended to read as follows:

ARTICLE 1 - NAME

The name of the corporation is **EILEEN'S FLOWERS AND GIFTS, INC.**, and its principal place of business is 27405 U.S. Highway 27, Suite 115, Leesburg, FL 34748.

SECOND: The date of adoption of the amendment was December 6, 1996.

THIRD: The Amendment was approved by the ^{shareholders} and the number of votes cast for the amendment was sufficient for approval.

Dated this 6th day of December, 1996.

By: Eileen Griffin-Burke
Eileen Griffin-Burke, President

STATE OF FLORIDA
COUNTY OF LAKE

The foregoing instrument was acknowledged before me this 6th day of December, 1996, by Eileen Griffin-Burke, as President of Ellen's Flowers and Gifts, Inc., a Florida corporation, and she is personally known to me or she has produced a Florida Driver License for identification.

Nancy A. Davito
Notary Public

